

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
LUFKIN DIVISION**

IN RE:

SAND HILL FOUNDATION, LLC
xx-xxx2704
P.O. Box 1661, Center, TX 75935

CASE NO. 10-90209

SAND HILL PANOLA SWD #2 LLC
xx-xxx0136
P.O. Box 837, Center, TX 75935

CASE NO. 10-90210

SAND HILL PANOLA SWD #5 LLC
xx-xxxx0409
P.O. Box 837, Center, TX 75935

CASE NO. 10-90211

Debtors

**JOINTLY ADMINISTERED
under 10-90209**

Chapter 11

**AGREED ORDER GRANTING MOTION SEEKING
EXTENSION OF EXCLUSIVITY FOR TIME
TO FILE PLAN AND DISCLOSURE STATEMENT**

On September 21, 2010, a Motion Seeking Extension of Exclusivity for Time to File Plan and Disclosure Statement (the “Motion”) was filed in the above referenced case by Debtors SAND HILL FOUNDATION, LLC, SAND HILL PANOLA SWD #2 LLC and SAND HILL PANOLA SWD #5 LLC, and upon resolution of the pending objections to the Motion, and sufficient cause appearing therefore:

IT IS THEREFORE ORDERED THAT:

1. The Motion is GRANTED.

2. This Court grants, without prejudice, that the exclusivity period for each Debtor to file its disclosure statement and plan of reorganization is hereby extended until December 31, 2010 and the deadline to obtain acceptance of each Debtor's plan of reorganization shall be April 8, 2011.
BP
extended to March 1, 2011

3. Further, this Order shall authorize the Official Committee of Unsecured Creditors to retain and employ an expert for the specific task to evaluate the two salt water wells listed on the schedules of Debtors Sand Hill Panola SWD #2 LLC and Sand Hill Panola SWD #5 LLC. Compensation for the expert shall be considered an administrative expense and shall be compensated in accordance with this Court's approval.

APPROVED AND SO ORDERED.

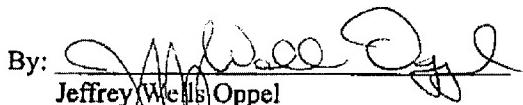
Signed on 11/03/2010

Bill Parker

**THE HONORABLE BILL PARKER
UNITED STATES BANKRUPTCY JUDGE**

ACCEPTED AND AGREED TO: [except as modified by the Court]

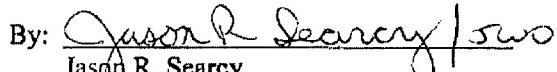
OPPEL & GOLDBERG, P.L.L.C.

By: 

Jeffrey Wells Oppel
TSBN 15291800
1010 Lamar Suite 1420
Houston, TX 77002
713-659-9200
713-659-9300 (Fax)

ATTORNEYS FOR DEBTORS
SAND HILL FOUNDATION, LLC,
SAND HILL PANOLA SWD #2 LLC,
AND SAND HILL PANOLA SWD #5 LLC

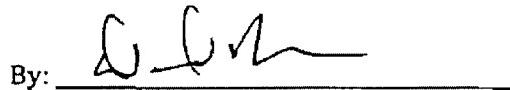
SEARCY & SEARCY, P.C.

By: 

Jason R. Searcy
TSBN 17953500
P.O. Box 3929
Longview, Texas 75606
903-757-3399
903-757-9559 (Fax)

ATTORNEYS FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS

PREIS & ROY, P.L.C.

By: 

David L. Pybus
TSBN 16418900
24 Greenway Plaza, Suite 2050
Houston, Texas 77046
713-355-6062
713-572-9129 (Fax)

ATTORNEYS FOR BASS DRILLING, INC.